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Werth Messtechnik GmbH Giessen	Accounting/ Financial Reports	Annual financial statements for the financial year from October 1st, 2020 to September 30th, 2021	11/09/2022

Werth Messtechnik GmbH**Pour****Annual financial statements for the financial year from October 1st, 2020 to September 30th, 2021****Balance sheet as of September 30, 2021****- comparing the previous year's figures -****active side**

	September 30, 2021 €	September 30, 2020 €
A. Fixed assets		
I. Intangible assets		
Acquired concessions, industrial property rights and similar rights and values as well as licenses to such rights and values	173,518.11	225,711.11
II. Tangible assets		
1. Land, land rights and buildings, including buildings on third-party land	1,479,958.22	1,560,875.22
2. Technical installations and machines	119,053.86	151,555.86
3. Other equipment, fixtures and fittings	605,688.63	639,674.48
	2,204,700.71	2,352,105.56
III. financial assets		
Shares in affiliated companies	221,483.31	221,483.31
	2,599,702.13	2,799,299.98
B. Current Assets		
I. Inventories		
1. Raw, auxiliary and operating materials	2,784,303.16	2,155,293.69
2. Work in progress, work in progress	3,184,310.22	3,862,790.89
3. Finished Goods	3,086,672.15	3,576,060.77
4. Deposits Received on Orders	./ 1,975,117.42	./ 3,057,186.37
	7080168.11	6,536,958.98
II. Receivables and other assets		
1. Trade accounts receivable	3,801,671.14	2,431,529.27
2. Receivables from affiliated companies	1,803,511.09	1,502,478.02
3. Other Assets		
- of which with a remaining term of more than one year: € 108,513.27 (previous year € 94,615.05) -	1,081,457.42	870,034.47
	6,686,639.65	4,804,041.76
III. Cash on hand, bank balances and cheques	517,539.49	1,305,170.62
	14,284,347.25	12,646,171.36
C. Prepaid expenses	38,938.76	12,296.83

	September 30, 2021	September 30, 2020
	€	€
	16,922,988.14	15,457,768.17
passive side		
	September 30, 2021	September 30, 2020
	€	€
A. Equity		
I. Drawn capital	665,000.00	665,000.00
II. Capital Reserve	100,000.00	100,000.00
III. retained earnings		
Other retained earnings	109,625.79	109,625.79
IV. Profit carried forward	4,108,367.32	3,477,324.52
V. Net Income	636,148.13	631,042.80
	5,619,141.24	4,982,993.11
B. Provisions		
1. Provisions for pensions and similar obligations	510,792.00	521,815.00
2. Tax Provisions	184,000.00	736,000.00
3. Other Provisions	5,615,607.00	7,404,861.00
	6,310,399.00	8,662,676.00
C. Liabilities		
1. Liabilities to banks	1,997,844.06	30,635.73
2. Trade Accounts Payable	1,541,376.84	1,010,668.54
3. Liabilities to affiliated companies	415,325.88	313,484.12
4. Other Liabilities		
- thereof from taxes: € 201,337.07 (previous year € 132,926.99) -		
- of which in the context of social security: € 71,260.32 (previous year € 51,582.41) -	1,038,901.12	457,310.67
	4,993,447.90	1,812,099.06
	16,922,988.14	15,457,768.17

Profit and Loss Account for the period from October 1, 2020 to September 30, 2021

- comparing the previous year's figures -

	October 1, 2020 to September 30, 2021			October 1, 2019 to September 30, 2020		
	€	€	€	€	€	€
1. Revenue	40,385,703.74			44,000,455.28		
2. Change in inventories of finished goods and work in progress	1,167,869.29	./.	39,217,834.45	./.	364,238.99	43,636,216.29
3. Other operating income						
- of which from currency translation € 101,180.22 (previous year € 100,409.82) -			1,490,110.07			805,979.61
			40,707,944.52			44,442,195.90
4. Cost of Materials						
a) Expenses for raw materials, auxiliary materials and supplies and for purchased goods	11,616,192.82			13,754,690.30		
b) Expenses for purchased services	432,169.85	12,048,362.67		197,474.42	13,952,164.72	
5. Personnel expenses						
a) Wages and salaries	14,622,356.86			15,826,154.83		
b) Social security contributions and expenses for pensions and for assistance						
- of which for pensions: € 7,405.80 (previous year € 30,338.08) -	2,886,021.15	17,508,378.01		2,738,005.54	18,564,160.37	

	October 1, 2020 to September 30, 2021		October 1, 2019 to September 30, 2020	
	€	€	€	€
6. Depreciation of intangible assets and property, plant and equipment		500,050.26		478,550.69
7. Other Operating Expenses				
- of which from currency translation € 110,821.43 (previous year € 127,699.51) -	9,644,590.51	39,701,381.45	10,310,490.26	43,305,366.04
		1,006,563.07		1,136,829.86
8. Other Interest and Similar Income				
- of which from affiliated companies: € 63,671.83 (previous year € 75,278.29) -		64,196.48		76,789.46
9. Interest and Similar Expenses				
- of which expenses from compounding: € 12,206.00 (previous year € 13,899.00) -	23,326.54	40,869.94	58,527.51	18,261.95
10. Income taxes		361,457.45		488,813.07
11. Earnings after taxes		685,975.56		666,278.74
12. Other Taxes		49,827.43		35,235.94
13. Net Income		636,148.13		631,042.80

Annex to the 2020/21 annual financial statements

1. Explanation of the general principles of the balance sheet and profit and loss account

1.1 Application of the Commercial Code and preliminary remarks

The company is a large corporation i. S.v. § 267 Para. 3 HGB, which is subject to the statutory audit obligation. Werth Messtechnik GmbH has its registered office in 35394 Gießen and is registered under HRB 211 at the register court in Gießen.

The annual financial statements were prepared in accordance with the commercial law provisions of §§ 242 ff. HGB, taking into account the supplementary provisions for corporations (§§ 264 ff. HGB) and the GmbHG.

To better present the earnings situation, services amounting to €226k were reclassified from other operating expenses to cost of materials. The previous year's amount was not adjusted.

1.2 Accounting and Valuation Policies

1.2.1 Fixed Assets

Intangible assets are stated at acquisition cost less scheduled depreciation or the lower value on the reporting date.

Property, plant and equipment is valued at acquisition or production cost, taking into account scheduled depreciation. Movable assets are depreciated on a straight-line basis based on the shortest taxable useful life. Low-value assets with acquisition or production costs of up to €800 are written off in full in the year of acquisition.

Financial assets are stated at acquisition cost.

1.2.2 Current Assets, Provisions, Liabilities

Raw materials, consumables and supplies as well as goods are valued at the lower of cost or average price. Work in progress and finished goods are valued at production cost. Inventory risks resulting from the length of storage, reduced usability or reduced replacement costs or sales prices are taken into account through appropriate write-downs.

In the case of receivables and other assets, all recognizable risks are taken into account through appropriate devaluation.

According to Section 253 (1) sentence 2 HGB, the provisions for pensions are calculated according to actuarial calculations using the projected unit credit method based on the 2018 G mortality tables, a pension adjustment of 2% and an interest rate of 1.98% for the 10-year Average recorded with their settlement amount. With a 7-year average, the interest rate is 1.39%. The values of the pension provisions are based on an actuarial report dated October 27, 2021.

The other provisions are measured in such a way that they take all identifiable risks into account. Provisions with a remaining term of more than one year are discounted using the average market interest rates determined and published by the Deutsche Bundesbank.

Liabilities are stated at their settlement amount.

1.2.3 Currency Conversion

Goods purchased in foreign currency are valued based on the daily exchange rate. Long-term currency receivables are devalued to the lower rate on the balance sheet date, while long-term liabilities in foreign currency are recognized at the rate on the date of posting or the higher rate on the balance sheet date.

Short-term currency receivables and liabilities are valued at the middle rate on the balance sheet date.

2. Notes to the Accounts

2.1 Fixed Assets

The development of the individual fixed asset items is shown in the appendix to the notes.

The acquisition and production costs are stated at historical values.

2.2 Claims

Of the receivables from affiliated companies, €1,439 thousand result from deliveries and services.

2.3 Provisions

The target amount of the pension provisions was determined actuarially as of September 30, 2021 at €511 thousand. The difference resulting from the use of the 10-year average for the discount rate compared to the 7-year average is €36 thousand.

Pursuant to Section 253 Paragraph 6 Clause 2 HGB, this amount is blocked for distributions.

Expenses from the change in the discount rate are shown in the operating result.

The main items of the other provisions relate to guarantees and personnel such as vacation, special payments, etc..

2.4 Liabilities

	up to one year k€	remaining term Greater than 1 year k€	Over 5 years k€	Total amount 09/30/2021 k€	collateral liens k€
Liabilities to credit institutions	1,998	0		1,998	0
	prev. (31)	prev. (0)		prev. (31)	prev. (0)
liabilities from goods and services	1,541			1,541	
	prev. (1,011)			prev. (1,011)	
Liabilities to affiliated companies	415			415	
(of which from deliveries and services)	-415			-415	
	prev. (313)			prev. (313)	
(of which to shareholders)	22			22	
	prev. (94)			prev. (94)	
Other liabilities	1,039			1,039	
	prev. (457)			prev. (457)	
	4,993	0	0	4,993	0
	prev. (1,812)	prev. (0)	prev. (0)	prev. (1.1812)	prev. (0)

3. Information on contingent liabilities and other financial obligations in accordance with Section 285 (3a) HGB

For 2021/2022 there are rental, lease and leasing obligations including ancillary costs of €1,606k (of which €706k to affiliated companies) and an order commitment for investments of €550k. Guarantees of €2,287k were provided Protection of customer down payments and warranty obligations.

4. Notes to the Profit and Loss Account

4.1. Accounting and valuation methods

The previous presentation of the income statement according to the nature of expense method was retained.

4.2. revenues

Sales are broken down into domestic sales of €21,774k and foreign sales of €18,612k.

4.3 Other Operating Income

This mainly relates to income from the reversal and utilization of provisions (EUR 1,065 thousand) and grants for research and development (EUR 140 thousand).

4.4 Other Operating Expenses

The main items relate to:

freight, commissions

travel expenses, vehicle fleet

Trade fair expenses, advertising, representation

Rent, lease, lease

services, insurance

4.5 Auditor's Fees

We refer to the disclosures in the consolidated financial statements.

5. Other information

5.1 Employed Employees

The average number of employees during the past fiscal year, including temporary workers (0) and part-time workers (48), was 379 (previous year: 385).

5.2 Share Ownership

The company holds a 51% interest (€ 4,080.00) in Werth Messtechnik France S.à.r.l Courtaboeuf (France). The balance sheet date is June 30th.

Werth Messtechnik France S.à.r.l achieved annual earnings of €2 thousand as of June 30, 2021. Equity amounted to €-170 thousand.

The company holds a 100% interest (US\$ 3,000.00) in Werth Inc., Old Saybrook (USA). The balance sheet date is December 31st.

As of December 31, 2020, Werth Inc. achieved an annual result of TUS-\$ 5.

Equity amounted to TUS-\$ 121.

The company holds a 52% stake in Werth Magyarország Kft., Monor (Hungary). The balance sheet date is December 31st.

Werth Magyarország achieved an annual result of T-HUF16 as of December 31, 2020. Equity amounted to T-HUF41.

The company holds a 71% interest in Werth Metrology Limited, Rugby (Great Britain). The balance sheet date is 31.07.

Werth Metrology achieved an annual result of T-GBP 296 as of July 31, 2020. Equity amounted to T-GBP 140.

The company is registered with Werth Metrology (Suzhou) Ltd. (China) with 100% interest. The balance sheet date is December 31st.

Werth Metrology Suzhou achieved an annual result of T-RMB 196 as of December 31, 2020. Equity amounted to T-RMB 24.

The company has a 100% stake in Werth Italia Srl, Gallarate. The balance sheet date is December 31st.

Werth Italia achieved annual earnings of €7 thousand as of December 31, 2020.

Equity amounted to €54 thousand.

RC Vermögensverwaltung GmbH, Schöffengrund prepares consolidated financial statements that include Werth Messtechnik GmbH and its subsidiaries. These consolidated financial statements have a discharging effect for us with regard to § 291 Para. 2 HGB and can be viewed in the electronic Federal Gazette.

5.3 Significant events after the balance sheet date

War has been raging in Ukraine since the end of February 2022. There are currently no direct effects on society. With regard to the indirect effects, we refer to the management report.

5.4 Managing Directors

In the 2020/2021 financial year was Managing Director

Dr.-Ing. habil. Ralph Christopher.

According to Section 286 (4) of the German Commercial Code, the remuneration of the managing directors is not disclosed. The total remuneration of former managing directors or their surviving dependents for 2020/2021 amounted to €13k. Pension provisions of €111k have been formed for former managing directors or their surviving dependents.

5.5 Suggested Appropriation of Results

The managing director proposes carrying the profit forward to new account.

Giessen, September 19, 2022

Werth Messtechnik GmbH

Dr.-Ing. habil. Ralph Christopher

1. Development of fixed assets

	Historical acquisition and production costs as of October 1st, 2020	additions	departures	transfers	Historical acquisition and manufacturing costs as of September 30, 2021
	€	€	€	€	€
I. Intangible assets					
Purchased concessions, industrial property rights, etc. Rights and assets and license in such rights and assets	1,499,087.21	5,750.00	0.00	0.00	1,504,837.21
	1,499,087.21	5,750.00	0.00	0.00	1,504,837.21
II. Tangible assets					
1. Land, land rights and buildings, including	4,369,521.03	0.00	30,677.51	0.00	4,338,843.52

	Historical acquisition and production costs as of October 1st, 2020 €	additions €	departures €	transfers €	Historical acquisition and manufacturing costs as of September 30, 2021 €
buildings on third-party land					
2. Technical installations and machines	1,109,464.54	0.00	0.00	0.00	1,109,464.54
3. Other equipment, fixtures and fittings	6,578,223.69	296,059.41	69,106.99	0.00	6,805,176.11
	12,057,209.26	296,059.41	99,784.50	0.00	12,253,484.17
III. financial assets					
Shares in affiliated companies	221,483.31	0.00	0.00	0.00	221,483.31
	13,777,779.78	301,809.41	99,784.50	0.00	13,979,804.69
		accumulated depreciation 01.10.2020 €	depreciation 2020/2021 €	depreciation 2020/2021	accumulated depreciation 09/30/2021 €
I. Intangible assets					
Purchased concessions, industrial property rights, etc. Rights and assets and license in such rights and assets		1,273,376.10	57,943.00	0.00	1,331,319.10
		1,273,376.10	57,943.00	0.00	1,331,319.10
II. Tangible assets					
1. Land, land rights and buildings, including buildings on third-party land		2,808,645.81	80,917.00	30,677.51	2,858,885.30
2. Technical installations and machines		957,908.68	32,502.00	0.00	990,410.68
3. Other equipment, fixtures and fittings		5,938,549.21	328,688.26	67,749.99	6,199,487.48
		9,705,103.70	442,107.26	98,427.50	10,048,783.46
III. financial assets					
Shares in affiliated companies		0.00	0.00	0.00	0.00
		10,978,479.80	500,050.26	98,427.50	11,380,102.56
				book value 09/30/2021 €	book value 09/30/2020 €
I. Intangible assets					
Purchased concessions, industrial property rights, etc. Rights and assets and license in such rights and assets				173,518.11	225,711.11
				173,518.11	225,711.11
II. Tangible assets					
1. Land, land rights and buildings, including buildings on third-party land				1,479,958.22	1,560,875.22
2. Technical installations and machines				119,053.86	151,555.86
3. Other equipment, fixtures and fittings				605,688.63	639,674.48
				2,204,700.71	2,352,105.56
III. financial assets					
Shares in affiliated companies				221,483.31	221,483.31
				2,599,702.13	2,799,299.98

Management report as of September 30, 2021

I. General situation

1. Presentation of the course of business

Quality and innovation form the basis for more than 60 years of successful corporate development at Werth Messtechnik GmbH. Today, Werth is one of the world's leading companies in coordinate measuring technology with optical sensors, multi-sensor technology and X-ray tomography and deals with the development, production and sale of these sophisticated measuring systems. Comprehensive services around the product range round off the field of activity.

The company's headquarters are in Gießen, in a region with a long tradition in the field of precision engineering and the optical industry.

Due to the company's international orientation, the general economic conditions of the global economy in the regions that are important for our company play a key role in the company's business development.

1.1 Economic Environment

The development of German mechanical and plant engineering was influenced by various influencing factors in the 2020/2021 financial year, such as the technology changeover in the automotive industry. The situation was additionally influenced by the measures taken in connection with the corona pandemic. Among other things, this resulted in only a slightly positive development of incoming orders and sales in most regions.

1.2 Sales development

Domestic sales (20%) increased compared to last year. On the other hand, foreign sales (-28%) continued to decline.

1.3 Procurement Market

Prices on the procurement markets rose in the financial year.

1.4 Personnel and social area

The number of employees fell slightly over the course of the financial year. The average personnel expenses per employee amounted to € 46 thousand in the financial year (previous year: € 52 thousand).

1.5 Environmental Protection

The company pursues an active environmental policy through the use of environmentally friendly resources. In addition, there were no important events to be listed under this item in the 2020/2021 financial year.

1.6 Important events of the financial year

There were no important events in the 2020/2021 financial year.

1.7 Other Representations

1.7.1 Strengths and weaknesses of the company

Werth Messtechnik is one of the world's largest manufacturers in the field of coordinate measuring technology with optical sensors, X-ray computed tomography and multi-sensor technology. Werth Messtechnik is internationally recognized as a technical leader, especially when it comes to more sophisticated devices. In the area of measuring devices with lower requirements, the competitive pressure from foreign competitors (USA, Japan) is stronger.

1.7.2 Internal organization and decision-making

Werth Messtechnik has a flat management hierarchy. The management system of Werth Messtechnik GmbH is organized and certified according to ISO 9001.

1.7.3 Control System

The company is controlled by the management (managing director and division manager). For this purpose, all essential key figures are visualized and checked in weekly management meetings. Important decisions are made by the management.

1.7.4 Segments and Key Locations

The company focuses on the manufacture and sale of multi-sensor coordinate measuring machines. Production takes place exclusively at the main plant in Giessen. There are subsidiaries for sales and service in France, USA, Hungary, China, Italy, Great Britain and Austria.

1.7.5 Other non-financial performance indicators

Werth Messtechnik has an above-average number of patents compared to the industry. Around 59% of the employees at Werth Messtechnik GmbH have a qualification as technicians or academics.

2. Presentation of the situation

2.1 Assets

The change in the asset and capital structure compared to the previous year is shown in the following overview:

	09/30/2021	09/30/2020
	k€	k€
Capital assets	2,600	2,799
current assets	14,284	12,646
prepaid expenses	39	12
assets	16,923	15,458
Equity capital	5,619	4,983
Long- and medium-term debt capital	873	897
short-term borrowed capital	10,431	9,578
liabilities	16,923	15,458

When the annual financial statements were prepared, advance payments received were openly deducted from inventories (Section 268 (5) HGB).

Due to the maturity and term-related balance of assets and capital, management has identified a solid asset and capital structure.

All assets and risks were valued conservatively within the scope of the tax possibilities.

2.2 Financial Condition

2.2.1 Principles and objectives of financial management

The main objective of financial management is to ensure the company's liquidity. An essential secondary objective is the minimization of long-term bank liabilities.

2.2.2 Financing measures and projects

The investments could be financed from the cash flow.

2.2.3 Investments

Investments in the 2019/2020 financial year totaled €302 thousand and were thus lower than depreciation of €500 thousand. The total is made up of several individual amounts, mainly for operating and office equipment and intangible assets.

2.2.4 Statement of Cash Flows

The cash flow statement is as follows:

	2020/2021	2019/2020
	k€	k€
Cash generated from operations	-2,541	2,592
Cash flow from investing activities	-202	-235
Cash flow from financing activities	-11	-1,477
Cash-effective change in cash and cash equivalents	-2,754	880
Funds at the beginning of the period	1,274	394
Cash and cash equivalents at the end of the period	-1,480	1,274
	2020/2021	2019/2020
	k€	k€
cash flow ¹	1.155	1.124

¹ Calculation basis: annual surplus + depreciation ./.. Write-up + change in pension provision affecting net income

2.3 Results of Operations

The following table shows the results of operations and financial performance indicators compared to the previous year:

	2020/2021	2019/2020
	k€	k€
gross profit	28,948	30,490
operating result	1.007	1.137
financial result	41	18
Income-based taxes	361	489
Result after taxes	686	666
Other taxes	50	35
net income	636	631

The reduction in the operating result is mainly due to lower sales. This contrasts with lower material expenses (€ -2,130 thousand), personnel expenses (€ -1,056 thousand) and lower other operating expenses (€ -439 thousand).

2.4 Overall Statement

From the point of view of the management, the asset, financial and earnings situation is stable.

II. Opportunity and Risk Report

1. Risks that endanger the existence of the company

There are no discernible risks that could jeopardize the existence of the company.

Thanks to innovative products and a high degree of flexibility, the company has a strong competitive position and is well equipped for current macroeconomic developments.

2. Financial Instruments

2.1 Hedging Policy and Financial Derivatives

Due to the low proportion of foreign currency transactions, the company does not use financial derivatives.

2.2 Backup Policies

Risks are minimized by avoiding foreign currency transactions as far as possible and by keeping indebtedness low.

2.2.1 Currency Risk

Foreign currency transactions are only carried out with a volume of a few percent of the total sales volume in US \$. To compensate, purchases of a similar magnitude are also made in the same currency. Due to the low importance in relation to the total business volume, the resulting risk is low.

2.2.2 Interest Rate Risk

A significant interest rate risk is not discernible.

2.2.3 Price Change Risk

Since no financial derivatives are used, no risk of price changes can be identified.

2.3 Liquidity Risk

The existing credit lines are only partially used, so that the company's liquidity is secured.

2.4 Risk of Default

The risk of default by debtors is adequately taken into account through value adjustments on receivables.

2.5 Risk from Cash Flow Fluctuations

The available credit lines are only used to a relatively small extent, so that the company's liquidity is secured.

III. forecast report

In the course of the 2021/2022 financial year, incoming orders are again stronger than in the same period of the previous year. The various influencing factors already mentioned in the previous year, such as the change in technology in the automotive industry, continue to weigh on the general economic situation. The situation was negatively influenced by the measures taken in connection with the corona pandemic.

Based on these figures, we expect order intake and sales to stabilize in the 2021/2022 financial year. The result will be positive. Due to the supply chain problems, the embargo policy and the sharp rise in inflation in 2022, we are assuming a challenging environment for the following year 2022/2023. The forecast is subject to the condition that the framework conditions of the global economy do not change significantly beyond that.

IV. Research and Development Report

For Werth Messtechnik as the technical market leader, research and development is of outstanding importance. The focus is on improving the performance and usability of the software, expanding the range of applications for the devices and constantly improving quality. The expenses for research and development amounted to around €4.6 million in the financial year. The development effort is many times higher than the average for German mechanical engineering. In addition to a number of patent applications, patents were also granted, which ensure the exclusive use of new developments for Werth Messtechnik.

V. Branch Office Report

Sales in France are carried out by a sales company (Werth Messtechnik France SARL, Paris), in which Werth Messtechnik GmbH, Giessen, holds a majority stake of 51%.

Sales in America are carried out by a sales company (Werth Inc., Old Saybrook) in which Werth Messtechnik GmbH, Giessen holds a 100% stake.

Sales in Hungary are carried out by a sales company (Werth Magyarorszá g Kft., Monor), in which Werth Messtechnik GmbH, Giessen, holds a majority stake of 52%.

Sales in Great Britain are carried out by a sales company (Werth Metrology Ltd., Rugby) in which Werth Messtechnik GmbH, Giessen holds a majority stake of 71%.

Sales in China are carried out by a sales company (Werth Metrology Co. Ltd., Suzhou) in which Werth Messtechnik GmbH, Giessen holds a 100% stake.

Sales in Italy are carried out by a sales company (Werth Italia Srl., Gallarate) in which Werth Messtechnik GmbH, Giessen holds a 100% stake.

Giessen, September 19, 2022

Werth Messtechnik GmbH

Dr.-Ing. habil. Ralph Christopher

Independent Auditor's Report

To Werth Messtechnik GmbH, Giessen

audit opinions

We have the annual financial statements of Werth Messtechnik GmbH, Giessen, - consisting of the balance sheet as of September 30, 2021 and the income statement for the financial year from October 1, 2020 to September 30, 2021 and the notes, including the presentation of the accounting - and evaluation methods - checked. In addition, we have audited the management report of Werth Messtechnik GmbH, Giessen, for the fiscal year from October 1, 2020 to September 30, 2021.

According to our assessment based on the knowledge gained during the audit

- The attached annual financial statements comply in all material respects with the German commercial law regulations applicable to corporations and, in compliance with the German principles of proper accounting, convey a true and fair view of the assets and financial position of the company as of September 30, 2021 and its earnings position for the financial year from October 1, 2020 to September 30, 2021 and
- the attached management report as a whole provides an accurate picture of the company's position. In all material respects, this management report is consistent with the annual financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development.

In accordance with Section 322 (3) sentence 1 HGB, we declare that our audit has not led to any objections to the regularity of the annual financial statements and the management report.

Basis for the test results

We conducted our audit of the annual financial statements and the management report in accordance with Section 317 of the German Commercial Code, taking into account the German generally accepted auditing principles established by the Institute of Public Auditors in Germany (IDW). Our responsibility under those regulations and standards is further described in the "Auditor's responsibility for the audit of the financial statements and management report" section of our auditor's report. We are independent of the company in accordance with the requirements of German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. We believe

Responsibility of the legal representatives for the annual financial statements and the management report

The legal representatives are responsible for the preparation of the annual financial statements, which comply with the German commercial law provisions applicable to corporations in all material respects, and for the fact that the annual financial statements, in compliance with the German principles of proper accounting, give a true and fair view of the assets, financial - and results of operations of the company. Furthermore, the legal representatives are responsible for the internal controls which they have determined to be necessary in accordance with the German principles of proper accounting in order to enable the preparation of annual financial statements,

In preparing the annual financial statements, the legal representatives are responsible for assessing the company's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting, provided no actual or legal circumstances conflict therewith.

In addition, the legal representatives are responsible for preparing the management report, which as a whole provides a suitable view of the company's position and is consistent with the annual financial statements in all material respects, complies with German legal requirements and suitably presents the opportunities and risks of future development. Furthermore, the legal representatives are responsible for the precautions and measures (systems) they have deemed necessary to enable the preparation of a management report in accordance with the applicable German legal provisions and to provide sufficient suitable evidence for the statements in the management report can.

Auditor's responsibility for the audit of the annual financial statements and the management report

Our objective is to obtain reasonable assurance as to whether the annual financial statements as a whole are free from material - intentional or unintentional - misstatements and whether the management report as a whole provides a suitable view of the company's position and, in all material respects, with the annual financial statements and is consistent with the findings obtained in the audit, complies with German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report which contains our audit opinions on the annual financial statements and on the management report.

Adequate assurance is a high level of assurance, but is no guarantee that an audit conducted in accordance with Section 317 of the German Commercial Code, taking into account the German principles of proper auditing established by the Institut der Wirtschaftsprüfer (IDW) will always uncover a material misstatement. Misstatements may arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users made on the basis of these financial statements and the management report.

During the audit, we exercise professional judgment and maintain a critical attitude. Over and beyond

- We identify and assess the risks of material - intentional or unintentional - misstatements in the annual financial statements and in the management report, plan and perform audit procedures in response to these risks, and obtain audit evidence that is sufficient and appropriate to serve as a basis for our audit opinions. The risk of not detecting a material misstatement resulting from fraud is greater than that arising from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- We gain an understanding of the internal control system relevant to the audit of the annual financial statements and the precautions and measures relevant to the audit of the management report in order to plan audit procedures that are appropriate in the given circumstances, but not with the aim of providing an audit opinion on the effectiveness of these systems of society.
- We evaluate the appropriateness of the accounting methods used by the legal representatives and the justifiability of the estimated values presented by the legal representatives and the related disclosures.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that cast significant doubt on the Company's ability to continue as a going concern can raise. If we conclude that there is a material uncertainty, we are required to draw attention to the related disclosures in the financial statements and management report in the auditor's report or, if such disclosures are inappropriate, modify our audit opinions. We base our conclusions on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to be able to continue as a going concern.
- We evaluate the overall presentation, the structure and the content of the annual financial statements, including the disclosures, and whether the annual financial statements present the underlying transactions and events in such a way that the annual financial statements, in compliance with the German principles of proper accounting, give a true and fair view of the assets, financial and earnings situation of the company.
- We assess the consistency of the management report with the annual financial statements, its compliance with the law and the

view it conveys of the company's situation.

- we perform audit procedures on the future-oriented information presented by the legal representatives in the management report. On the basis of sufficient appropriate audit evidence, we evaluate, in particular, the significant assumptions used by the executive directors as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not provide a separate audit opinion on the future-oriented information and the underlying assumptions. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

We discuss with those charged with governance, among other things, the planned scope and timing of the audit and significant audit findings, including any deficiencies in the internal control system that we identify during our audit.

Giessen, September 19, 2022

**Westprüfung GmbH & Co. KG
Wirtschaftsprüfungsgesellschaft
Steuerberatungsgesellschaft**

Signed Becker, auditor

signed Benecke, auditor

Other Report Components

Information on the determination:

The annual financial statements for the 2020/2021 financial year were approved on September 28, 2022.

Decision on the use of results

In accordance with the shareholder resolution of September 28, 2022, the annual result will be carried forward to new account.

Werth Messtechnik GmbH
signed Dr.-Ing. habil. Ralph Christopher
